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Department of the Treasury Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

2004 Note: The organization may be able to use a copy of this return to satisfy state reporting requirements.

For	alen	dar year 2004, or tax year beginning JUL		, and ending	<u>JUN 30, 200</u>	5
<u>g (</u>	heck	all that apply; Initial return	Final return	Amended return	Address change	Name change
Use	the l	RS Name of organization			A Employer identification	on number
	abol.					
Oth	orwi	0, MUSK FOUNDATION		77-058750	7	
	print	Number and street (or P.O. box number it mail to not de		Reon/culto	B Telephone number	
	type		VD.	150	(310) 473	-7575
	Spec ructio	I City as lawn clain and ZID anda			C if exemption application is	pending, check here
		LOS ANGELES, CA 9002	5		D 1. Foreign organizatio	
H_(hock	type of organization: X Section 501(c)(3) ex	compt private foundation		Foreign organizations is shock here and attach	neeting the 85% test, computation
	So	ction 4947(a)(1) nonexempt charitable trust	Other taxable private found	lation	E If private foundation s	tatus was terminated
1 Fa	ir ma	rket value of all assets at end of year J Accounti	ng mothod: X Cash	Accrual	under section 507(b)(
(fi	om F	Part II, col. (c), line 16)	her (specify)		F If the foundation is in	a 60-month termination
_	\$	2,868,896. (Part I, colu	mn (d) must be on cash	basis.)	under section 507(b)(1)(B), check here >
P	art I	Analysis of Revenue and Expenses	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Diabursementa for charitable purposes
		(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)	expenses per books	income	income	(cash basis only)
	1	Contributions, gifts, grants, etc., received			N/A	
	2	Chock X if the foundation is not required to attach Sch. 8				
	3	Interest on savings and temporary cash investments	2,242.	2,242.		STATEMENT 1
	4	Dividends and interest from securities	33,465.	33,465.		STATEMENT 2
	5a	Gross rents				
		Not rental income or (loss)				
ø.	68	Not gain or (loss) from sale of assets not on line 10	39,037.	,		
Ē	Ь	Gross sales price for all 208, 323.				
Revenue	7	Capital gain net income (from Part IV, line 2)		39,037.		
Œ	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	Ь	Less: Cost of goods sold				
	C	Gross profit of (1039)				
	11	Other Inperm RECEIVED				
. <u> </u>	12	Total, 4dd lines 1 through 4	74,744.	74,744.		
-	13	Companion De Princero, directoro, trustoro	0.	0.	,	0.
,	14	Other employee salaries and Office O				
٠. د	15	ension pains, employee benefits				
Expenses	16a	Legal took GDEN				
e e	Ь	Accounting fees STMT 3	9,185			4,592.
2 3	C	Other professional fees STMT 4	10,126.	10,126.		0.
<u>§</u> §	17	Interest				
Administrative	18	Taxes STMT 5	3,125	. 70.		55.
nist	19	Depreciation and depletion				
Ē	20	Occupancy				
Ψ	21	Travel, conferences, and meetings		<u> </u>		
and	22	Printing and publications				
ב ב	23	Other expenses STMT 6	150	75.		75.
ati	24	Total operating and administrative	1			
Operating		expenses. Add lines 13 through 23	22,586			4,722.
0	25	Contributions, gifts, grants paid	115,600			115,600.
	26	Total expenses and disbursements.				
		Add lines 24 and 25	138,186	14,864		120,322.
	27	Subtract line 26 from line 12:	}			
	a	Excess of revenue over expenses and disbursements	<63,442			
	b	Net investment income (if negative, enter -0-)		59,880		
_	C	Adjusted net income (if negative, enter -0-)	<u> </u>	<u> </u>	N/A	
		1114 5 5 1 4 1 1 5 1 5 1 5 1				Farm 000 DE (2004)

OMB No. 1545-0052

For	m 99	0-PF (2004) MUSK FOUNDATION		77-0	587507 Page 2	
Part II Balance Sheets Attached schedules and amounts in the description column should be for end-oi-year amounts only.			Beginning of year	End of year		
L	art	Column should be for end-of-year amounts only.	(a) Book Value	(b) Book Value	(c) Fair Market Value	
	1	Cash - non-interest-bearing	10,565.	241.	241.	
	2	Savings and temporary cash investments	169,681.	83,927.	83,927.	
	3	Accounts receivable ►				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable -				
		Loso: allowance for doubtful accounts ▶				
	5	Grants receivable		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		
	6	Receivables due from officers, directors, trustees, and other				
		disqualified persons				
	7	Other notes and loans receivable				
		Less: allowance for doubtful accounts ▶				
Ŋ	8	Inventories for sale or use				
Assets	9	Prepaid expenses and deferred charges				
ď	10a	Investments - U.S. and state government obligations				
		Investments - corporate stock STMT 7	1,887,613.	1,920,249.	2,784,728.	
		Investments - corporate bonds				
		Investments - land, buildings, and equipment, basis				
		Less, accumulated depreciation				
	12	Investments - mortgage loans				
	13	Investments - other				
	14	Land, buildings, and equipment: basis ▶				
		Less; accumulated depreciation				
	15	Other assets (describe ►				
	1					
	16	Total assets (to be completed by all filers)	2,067,859.	2,004,417.	2,868,896.	
	17	Accounts payable and accrued expenses				
	18	Grants payable				
Š	19	Deferred revenue				
ij	20	Loans from officers, directors, trustees, and other disqualified persons				
Liabilities	21	Mortgages and other notes payable				
		Other liabilities (describe >)				
	23	Total liabilities (add lines 17 through 22)	0.	0.	•	
		Organizations that follow SFAS 117, check here			•	
		and complete lines 24 through 26 and lines 30 and 31.				
ŝ	24	Unrestricted				
lan	25	Temporarily restricted				
89	26	Permanently restricted				
Net Assets or Fund Balances		Organizations that do not follow SFAS 117, check here				
Ē	İ	and complete lines 27 through 31.				
Si	27	Capital stock, trust principal, or current funds	0.	0.		
set	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
Ą	29	Retained earnings, accumulated income, endowment, or other funds	2,067,859.	2,004,417.		
Š	30	Total net assets or fund balances	2,067,859.	2,004,417.		
]		
	31	Total liabilities and net assets/fund balances	2,067,859.	2,004,417.		
F	art	III Analysis of Changes in Net Assets or Fund Ba	alances			
-	Tota	t not accets or fund halanges at hanisation of year. Part II, salume (a) line 2	20			
ı		I net assets or fund balances at beginning of year - Part II, column (a), line 3	DV		2 067 050	
^		st agree with end-of-year figure reported on prior year's return)		2,067,859.		
		r amount from Part I, line 27a	2	<u><63,442.</u> >		
		r increases not included in line 2 (itemize)	3	0.		
		lines 1, 2, and 3		4	2,004,417.	
		eases not included in line 2 (itemize) I net assets or fund balances at end of year (line 4 minus line 5) - Part II, col	luma (h) luca 20	5	2 004 417	
<u>•</u>	ı vıa	i nei asseis or iuno balances at eno di year (line 4 minus line 5) - Part II, col	מיוויו (מ), ווויצ טט		2,004,417.	

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Form **990-PF** (2004)

120,322.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.

See the Part VI instructions.

Enter qualifying distributions from Part XII, line 4

	irt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see			Page 4		
		mstrt	Clio	15)		
18	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1.					
	Date of ruling letter: (attach copy of ruling letter if necessary-see instructions) Domestic organizations that meet the section 4940(e) requirements in Part V, check here X and enter 1%		_	00		
0				<u>99.</u>		
_	of Part I, line 27b All other domestic organizations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)					
2				^		
9	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			99.		
3	Add lines 1 and 2 Subtitle A (irrcome) tax (domestic section 4947(a)(1) trusto and taxable foundations only. Others enter -0-) 4			<u>77.</u>		
7				99.		
0				<u>. ee</u>		
0	Crodits/Poymonts:					
	2004 estimated tax payments and 2003 overpayment credited to 2004					
	Exempt foreign organizations - tax withheld at source 6b					
	Tax paid with application for extension of time to file (Form 8868).					
_	Backup withholding erroneously withheld 6d		· ·	<i>c</i> =		
7	Total credits and payments. Add lines 6a through 6d	•	<u> </u>	<u>67.</u>		
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 8					
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		~ =			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		2,5	68.		
	Enter the amount of line 10 to be: Credited to 2005 estimated tax ► 2,568. Refunded ► 11 ort VII-A Statements Regarding Activities			0.		
		1	V	Na		
18	During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in	<u> </u>	Tes	No		
	any political campaign?	1a		X		
þ	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X		
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or					
	distributed by the organization in connection with the activities.					
C	Did the organization file Form 1120-POL for this year?	1c		<u>X</u>		
d	and the state of t					
	(1) On the organization. ► \$ 0. (2) On organization managers. ► \$ 0.			İ		
8	Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization					
	managers. ► \$O.					
2	Has the organization engaged in any activities that have not previously been reported to the IRS?	2		<u>X</u>		
	If "Yes," attach a detailed description of the activities.					
3	Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or					
	bylaws, or other similar instruments? If "Yos," attach a conformed copy of the changes	3		<u>X</u>		
	Did the organization have unrelated business gross income of \$1,000 or more during the year?	4a		<u>X</u>		
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b				
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X		
	If "Yes," attach the statement required by General Instruction T.					
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:					
	By language in the governing instrument, or					
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law	1		İ		
	remain in the governing instrument?	6	X			
7	Did the organization have at least \$5,000 in assets at any time during the year?	7	X			
	If "Yes," complete Part II, col. (c), and Part XV.					
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)					
	CALIFORNIA					
b	If the answer is "Yes" to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate)					
	of each state as required by General Instruction G? If "No," attach explanation	8b	Х			
9	Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar					
	year 2004 or the taxable year beginning in 2004 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		<u>x</u>		
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses						
11						
	Web site address ▶ _ WWW.MUSKFOUNDATION.ORG		X			
12	The books are in care of ► ELON MUSK Telephone no. ► (310)	473	-75	75		
-	Located at ► 11075 SANTA MONICA BLVD., STE 150 LOS ANGELES, CA ZIP+4 ►90			<u> </u>		
13	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	<u> </u>	_			
	and enter the amount of tax-exempt interest received or accrued during the year	N	/A			
42353 01-03	\.	m 990		20041		
	• • •		- 1	/		

	990-PF (2004) MUSK FOUNDATION Int VII-B Statements Regarding Activities for Which Form 4720 May Be Required	77-0587	7507		Page 5
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
18	During the year did the organization (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)				
		Yes X No			
		Yes No	1		
		Yes X No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available	-			
	for the benefit or use of a disqualified person)?	Yes LXJ No			
	(6) Agree to pay money or property to a government official? (Exception, Chock *No*				
	if the organization agreed to make a grant to or to employ the official for a period after	[].			
_	termination of government service, if terminating within 90 days.)	Yes LX No			
ט	If any answer is "Yes" to 1a(1)-(6), did any of the acts fall to qualify under the exceptions described in Regulations		1		v
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	▶□	16		X
_	Organizations relying on a current notice regarding disaster assistance check here Did the organization engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected	,			
·	before the first day of the tax year beginning in 2004?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundar	ion	10		Α
_	defined in section 4942(j)(3) or 4942(j)(5)):	11011			
a	At the end of tax year 2004, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning the end of tax year (s) the end of tax	nnino			
		Yes X No			
	If "Yes," list the years >				
b	Are there any years listed in 2a for which the organization is not applying the provisions of section 4942(a)(2) (relating to inco	rrect	}		
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and atta	ach			
	statement - see instructions.)	N/A	2b		
C	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.				
_	Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time				
38		ਦੀ	1		
	during the year?				
U	If "Yes," did it have excess business holdings in 2004 as a result of (1) any purchase by the organization or disqualified person.		1		
	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule)				
	Form 4720, to dotormino If the organization had oxcoss business holdings in 2004.)		3b		i
4a	Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?		48		Х
	Did the organization make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable put		70		
	had not been removed from Jeopardy before the first day of the tax year beginning in 2004?		4b		x
5a	During the year did the organization pay or incur any amount to:	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	Yes X No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly,				1
	any voter registration drive?	Yes 🔀 No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes X No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section				
	509(a)(1), (2), or (3), or section 4940(d)(2)?	Yes X No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for		}		
	the prevention of cruelty to children or animals?	Yes X No			
0	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations	N7 / N	۱		
	section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	<u>5b</u>		
	Organizations relying on a current notice regarding disaster assistance check here If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained				
C	expenditure responsibility for the grant? N/A	Yes No		İ	
	If "Yes," attach the statement required by Regulations section 53 4945-5(d).	ואן נייין איזי			Į.
62	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on]	1
00	<u> </u>	Yes X No			
ь	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	١١٥ ليفقي ١١٥	6b	1	X
	If you answered "Yes" to 6b, also file Form 8870.				

Page 6 Information About Officers, Directors, Trustees, Foundation Managers, Highly Part VIII Paid Employees, and Contractors List all officers, directors, trustees, foundation managers and their compensation. (d) Contributions to employee benefit plans and deferred compensation (c) Compensation (b) Title, and average hours per week devoted to position (e) Expense account, other (If not paid, enter -0-) (a) Name and address allowances PRESIDENT & DIRECTOR ELON MUSK STE 150 11075 SANTA MONICA BLVD. 0. 0 LOS ANGELES, CA 90025 SECRETARY, TREASURER DIR KIMBAL_MUSK 11075 SANTA MONICA BLVD., STE 150 LOS ANGELES, CA 90025 0 0. 0 2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE." (d) Contributions to employee benefit plans and deferred compensation (b) Title and average hours per week devoted to position (e) Expense account, other allowances (a) Name and address of each employee paid more than \$50,000 (c) Compensation NONE Total number of other employees paid over \$50,000 0 ▶ 3 Five highest-paid independent contractors for professional services. If none, enter "NONE." (a) Name and address of each person paid more than \$50,000 (c) Compensation (b) Type of service NONE Total number of others receiving over \$50,000 for professional services Part IX-A Summary of Direct Charitable Activities List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the Expenses number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.) 1	Part IX-B Summary of Program-Related Investments	_	
All other program-related Investments. See instructions. Total. Add lines 1 through 3	Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
Total. Add lines 1 through 3 Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: 1a	1 N/A		
Total. Add lines 1 through 3 Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: 1a			
Total. Add lines 1 through 3 Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: 1a			
Total. Add lines 1 through 3 Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: 1a	2		
Total. Add linos 1 through 3 Part X			
Total. Add linos 1 through 3 Part X			
Total. Add linos 1 through 3 Part X Minimum Investment Return (All domestic foundations must complote this part. Foreign foundations, see instructions.) Fair marker value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: 1			
Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: 1	3		
Fair market value of assats not used (or held for use) directly in carrying out charitable, etc., purposes: 1			
Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: 1 Average monthly fair market value of securities 1 Average of monthly cash balances 5 Average of monthly cash balances 6 Fair market value of all other assets 1 to 1 45,08; 1 to 1 3,182,12; 8 Reduction claimed for blockage or other factors reported on lines 1a and 1 to (attach detailed explanation) 1 to (attach detailed explanation) 1 to (attach detailed explanation) 1 to (attach detailed explanation) 1 to (attach detailed explanation) 1 to (attach detailed explanation) 1 to (attach detailed explanation) 1 to (attach detailed explanation) 1 to (ash deemed held for charitable is line 1 assets 2 to (ash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 1 Netvalue of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 3, 1344, 391 1 Minimum investment return. Enter 5% of line 5. 1 Minimum investment return from Part X, line 5 1 1056, 72. 1 Minimum investment return from Part X, line 6 1 1566, 72. 1 Minimum investment return from Part X, line 6 2 1 1 1566, 72. 2 Tax on investment income for 2004 from Part V, line 5 2 5 599. 2 To Add lines 2 and 2 b 1 1566, 72. 2 Add lines 2 and 2 b 2 599. 2 Distributable amount before adjustments. Subtract line 2 from line 1 3 1566, 12. 2 Add lines 3 and 4 5 1566, 12. 3 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: 2 Expenses, contributions, gifts, etc total from Part I, line 5. Enter here and on Part XIII, line 1 7 1566, 12. 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes: 2 Expenses, contributions, gifts, etc total from Part I, line 8 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Total. Add lines 1 through 3		0.
a Average monthly bial market value of securities A Average of monthly cash balances Fair market value of all other assets Tet Total (add lines 1a, b, and c) Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) A coupleting of the company of the c	Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign for	oundations,	see instructions.)
a Average monthly bial market value of securities A Average of monthly cash balances Fair market value of all other assets Tet Total (add lines 1a, b, and c) Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) A coupleting of the company of the c	1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
b Average of monthly cash balances		1a	3.037.039
e Fair market value of all other assets d Total (add lines 1a, b, and c) Reduction callemed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 2 Acquisition indebtedness applicable to line 1 assets 3 2 Acquisition indebtedness applicable to line 1 assets 4 2 3 3,182,121 4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 5 Net value of noncharifable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 6 1,5 3,134,391 6 Minimum investment return. Enter 5% of line 5 6 1,5 5,721 Part XI Distributable Amount (see instructions) (Section 4942(I)(3) and (I)(5) private operating foundations and certain foreign organizations chuck here ▶ □ and do not complete this part.) 1 Minimum investment return from Part X, line 5 1 1 1,5 6,721 1 Minimum investment return from Part X, line 5 2 1 1 1,5 6,721 1 Minimum investment return from Part X, line 5 2 1 1 1,5 6,721 2 1 Tax on investment income for 2004 from Part VI, line 5 3 1,5 6,122 4 Recoveries of amounts before adjustments. Subtract line 2c from line 1 4 Recoveries of amount before adjustments. Subtract line 2c from line 1 5 Add lines 2 and 2b 5 Distributable amount (see instructions) 7 Distributable amount streated as qualifying distributions. 4 1 1,5 6,12 Part XII Qualifying Distributions (see instructions) 1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: a Expenses, contributions, gills, etc total from Part IX-8 1 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes: a Suitability test (prior IRS approval required) b Cash distribution. Add lines 1a through 3b. Enter here and on Part VI, line 8, and Part XIII, line 4 1 20,32 5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b 6 Adjusted qualifying distributions. Subtract line 5 from line 4 6 119,			145,089
d Total (add lines 1a, b, and c)			
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 2 Acquisition indebtedness applicable to line 1 assets 3 Subtract line 2 from line 16 4 Cash deemed held for charitable activities. Enter 11/2% of line 3 (for greater amount, see instructions) 4 A 7, 73. Net value of noncharitable use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 3, 13, 13, 13, 13, 13, 14, 13, 14, 15, 16, 16, 16, 16, 16, 16, 16, 16, 16, 16	d Total (add lines 1a, b, and c)	1d	3,182,128
tc (attach detailed explanation) 2 Acquisition indebtedness applicable to line 1 assets 3 Subtract line 2 from line 1 s. 4 Cash deemed held for charitable activities. Enter 1 i/2% of line 3 (for greater amount, see instructions) 4 4 7, 73 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 3, 1,3 4, 39 6 156, 72 Part XII Distributable Amount (see instructions) (Section 4942()(3) and ())(5) private operating foundations and certain loreign organizations check here and on one of an organizations check here and on part V, line 4 1 Minimum investment return from Part X, line 5 2 Tax on investment return from Part X, line 5 2 Tax on investment neturn from Part X, line 5 2 Tax on investment neturn from Part X, line 5 2 Tax on investment neturn from Part X, line 5 2 Tax on investment neturn from Part X, line 5 2 Tax on investment neturn from Part X, line 5 2 Tax on investment neturn from Part X, line 5 2 Tax on investment neturn from Part X, line 5 2 Tax on investment neturn from Part X, line 5 2 Tax on investment neturn from Part X, line 5 2 Tax on investment return from Part X, line 5 2 Tax on investment neturn town for Part X, line 5 2 Tax on investment neturn from Part X, line 5 2 Tax on investment neturn town for Part X, line 5 2 Tax on investment neturn town for Part X, line 5 2 Tax on investment neturn town for Part X, line 5 2 Tax on investment neturn town for Part X, line 5 2 Tax on investment neturn town for Part X, line 6 3 Tax on investment neturn from Part X, line 6 5 Tax on investment neturn from Part X, line 1 4 Tax on investment neturn from Part X, line 1 5 Tax on investment neturn from Part X, line 1 5 Tax on investment neturn from Part X, line 1 7 Tax on		·	
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3 Subtract line 2 from line 1d. 4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 5 3, 134, 394 6 Minimum investment return. Enter 5% of line 4 from line 3. Enter here and on Part V, line 4 5 3, 134, 394 6 Minimum investment return. Enter 5% of line 5 6 156, 721 Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain origin organizations check here	2 Acquisition indebtedness applicable to line 1 assets	7 2	0
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 3, 134, 394 6 Minimum investment return. Enter 5% of line 5 6 156, 721 Part XI Distributable Amount (see instructions) (Section 4942(I)(3) and (I)(5) private operating foundations and certain foreign organizations check here and on ot complete this part.) 1 Minimum investment return from Part X, line 6 1 156, 721 2 Tax on investment income for 2004 from Part VI, line 5 5 Income tax for 2004. (This does not include the tax from Part VI.) 2 Tax on investment income for 2004 from Part VI. line 5 5 Income tax for 2004. (This does not include the tax from Part VI.) 2 Tax on investment active from Part XII for Part VI.) 2 Tax on investment active from Part VI. line 5 5 Income tax for 2004. (This does not include the tax from Part VI.) 2 Tax on investment active from Part VI. line 5 5 Income tax for 2004. (This does not include the tax from Part VI.) 2 Tax on investment income for 2004 from Part VI.) 2 Tax on investment income for 2004 from Part VI.) 2 Tax on investment income for 2004 from Part VI.) 2 Tax on investment income for 2004 from Part VI.) 3 Tax on investment income for 2004 from Part VI.) 4 Recoveries of amounts treated as qualifying distributions 4 Tax on investment income for 2004 from Part VI.) 5 Tax of Investment income for 2004 from Part VI. 6 Deduction from distributable amount (see instructions) 6 Tax of Investment for a fine form line 5. Enter here and on Part XIII, line 1 7 Tax of 156, 12 Part XII Qualifying Distributions (see instructions) 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 7 Tax of 156, 12 Part XII Qualifying Distributions (see instructions) 8 Tax of Investment for Investment (see instructions) 9 Tax of Investment (see instructions) 9 Tax of Investment (see instructions) 9 Tax of Investment (see instructions) 9 Tax			3,182,128
Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 6 Minimum investment return. Enter 5% of line 5 6 156, 720 Part XI	4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	47,732
Minimum investment return. Enter 5% of line 5 Part XI Distributable Amount (see Instructions) (Section 4942(I)(3) and (I)(5) private operating foundations and certain toreign organizations check here			3,134,396
Part XI Distributable Amount (see instructions) (Section 4942(i)(3) and (i)(5) private operating foundations and certain foreign organizations check here and do not complete this part.) Minimum investment return from Part X, line 6 1 156,720			156,720
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6 Deduction from distributable amount (see instructions) 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 7 156, 12 Part XII Qualifying Distributions (see instructions) 1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: a Expenses, contributions, gifts, etc total from Part I, column (d), line 26 b Program-related investments - total from Part IX-8 1b 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 2 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required). b Cash distribution test (attach the required schedule) 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 4 120, 32 5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b 5 Adjusted qualifying distributions. Subtract line 5 from line 4 Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the sector.	4 Recoveries of amounts treated as qualifying distributions	. 4	0
Deduction from distributable amount (see instructions) Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: a Expenses, contributions, gifts, etc total from Part I, column (d), line 26 b Program-related investments - total from Part IX-8 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 Adjusted qualifying distributions. Subtract line 5 from line 4 Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the sectors.	5 Add lines 3 and 4	. 5	156,121
Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: a Expenses, contributions, gifts, etc total from Part I, column (d), line 26 b Program-related investments - total from Part IX-B Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b 6 Adjusted qualifying distributions. Subtract line 5 from line 4 Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section of the part V is a subsequent years when calculating whether the foundation qualifies for the section in the subsequent years when calculating whether the foundation qualifies for the section in the subsequent years when calculating whether the foundation qualifies for the section in the subsequent years when calculating whether the foundation qualifies for the section in the subsequent years when calculating whether the foundation qualifies for the section in the subsequent years when calculating whether the foundation in the subsequent years when calculating whether the foundation in the subsequent years when calculating whether the foundation in the subsequent years when calculating whether the foundation in the subsequent years when calculating whether the foundation in the subsequent years when calculating whether the foundation in the subsequent years when calculating whether the foundation in the subsequent years when calculating in the subsequent years when calculating in the subsequent years when	6 Deduction from distributable amount (see instructions)	. 6	0
Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: a Expenses, contributions, gifts, etc total from Part I, column (d), line 26 b Program-related investments - total from Part IX-B Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required). b Cash distribution test (attach the required schedule) Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 Adjusted qualifying distributions. Subtract line 5 from line 4 Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the sector.			156,121
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b Program-related investments - total from Part IX-B Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required)			100 200
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. 3 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required). b Cash distribution test (attach the required schedule)			
Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required). b Cash distribution test (attach the required schedule). 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. 6 Adjusted qualifying distributions. Subtract line 5 from line 4 Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section of the sect			0
a Suitability test (prior IRS approval required)		2	··
b Cash distribution test (attach the required schedule) 3b 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b 6 Adjusted qualifying distributions. Subtract line 5 from line 4 Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the sectors.	· · · · · · · · · · · · · · · · · · ·		
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b 6 Adjusted qualifying distributions. Subtract line 5 from line 4 Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the sectors.			
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b 5 59 6 Adjusted qualifying distributions. Subtract line 5 from line 4 Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the sector.			100 200
income. Enter 1% of Part I, line 27b		4	120,322
6 Adjusted qualifying distributions. Subtract line 5 from line 4 Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section.			500
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section			
		tne roundati	on qualities for the section
	4940(e) reduction of tax in those years		Form 990-PF (2004

423581

MUSK FOUNDATION 77-0587507 Page 8 Part XIII Undistributed Income (see instructions) (c) (d) Corpus Years prior to 2003 2003 2004 1 Distributable amount for 2004 from Part XI, line 7 156,121. 2 Undistributed income, if any, as of the end of 2003: a Enter amount for 2003 only 0 b Total for prior years: 0 3 Excess distributions carryover, if any, to 2004: a From 1999 b From 2000 c From 2001 12,885 d From 2002 e From 2003 f Total of lines 3a through e 12,885 4 Qualifying distributions for 2004 from Part XII, line 4: ► \$_ 120.322 a Applied to 2003, but not more than line 2a ... 0 b Applied to undistributed income of prior years (Election required - see instructions) 0 c Treated as distributions out of corpus 0 (Election required - see instructions) d Applied to 2004 distributable amount 0 e Remaining amount distributed out of corpus Excess distributions carryover applied to 2004 (If an amount appears in column (d), the same amount 12,885 12,885 must be shown in oclumn (a).) 6 Enter the net total of each column as indicated below: 0 8 Corpus. Add lines 3f, 4e, and 4e. Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b 0 c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed 0 d Subtract line 6c from line 6b. Taxable amount - see instructions 0 e Undistributed income for 2003. Subtract line 0 4a from line 2a. Taxable amount - see instr. ... f Undistributed income for 2004. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2005 22,914. 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) 0 8 Excess distributions carryover from 1999 not applied on line 5 or line 7 0 9 Excess distributions carryover to 2005.

Form 990-PF (2004)

0

Subtract lines 7 and 8 from line 6a

10 Analysis of line 9: a Excess from 2000 b Excess from 2001 c Excess from 2002 d Excess from 2003 e Excess from 2004

Port YIV Privat	o Operating Eq.		tructions and Bod VIII	A question Q\	77-05	6/30/ Falles
			structions and Part VII-	w, dneadou a)	N/A	
1 a If the foundation ha			he ruling			
			ing foundation described		4942(j)(3) or 49	42(j)(5)
	· -	Tax year	ing roomalion described	Prior 3 years	4942())(3) 01 1 49	42()(3)
2 a Enter the lesser of t	_	(a) 2004	(b) 2003	(c) 2002	(d) 2001	(e) Total
income from Part I	-	(8) 2004	(0) 2000	(0) 2002	(0) 2001	(0) 10121
investment return f						
b 85% of line 2a	lana (vara Bart VII	- d				
c Qualifying distribut						
	listed					<u> </u>
d Amounts Included						
used directly for ac						
	lana mada disasti.	-				
e Qualifying distribut	- I					
	of exempt activities.					
3 Complete 3a, b, or alternative test relie a "Assets" alternative	ed upon:					-
(2) Value of assets						
b "Endowment" altern 2/3 of minimum inv shown in Part X, lin listed	vestment return					
c "Support" alternativ						
securities loan	come (interest, ts, payments on					
(2) Support from and 5 or more organizations:	general public					
(3) Largest amout	ľ					
(4) Gross Investm	ent income					
Part XV Suppl	ementary Infor	mation (Comple	te this part only	if the organization	n had \$5,000 or r	nore in assets
at any	y time during th	e year-see page	e 26 of the instru	ctions.)		
a List any managers		=		ributions received by the	foundation before the clo	se of any tax
b List any managers				(or an equally large portio	on of the ownership of a p	artnership or
	ion the regination has	a 10% or greater interes	y			
NONE						
Check here 🕨 🔀	If the organization o	only makes contribution		e organizations and does	not accept unsolicited rec complete items 2a, b, c, a	
a The name, address	s, and telephone number	er of the person to who	m applications should be	addressed:		
b The form in which	applications should be	submitted and informa	tion and materials they st	nould include:		
c Any submission de	eadlines:					
d Any restrictions or	limitations on awards,	such as by geographic	al areas, charitable fields,	kinds of institutions, or o	other factors:	
42358 1/01-03-05			 			Form 990-PF (2004)

Grants and Contributions Paid During th Recipient	If recipient is an individual,	Foundation	Purpose of grant or	
Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 8 Total			l ► 3a	115,60
b Approved for future payment		::::::::::::::::::::::::::::::::::::::		
NONE				
				1
Total			▶ 3b	orm 990-PF (20

Part XVI-A Analysis of Income-Producing Activities

* the manual and an an and and and and and and and a	Unrelated t	usiness income	Excluded b	y coction 512, 513, or 514	(8)
nter gross amounts unless otherwise indicated.	(a) Business	(b) Amount	(c) Exclu-	(d) Amount	Related or exempt function income
1 Program service revenue:	code	Amount	code	Amount	
		·_	- 		
b	1 1				
c					
6		The second of the second	ALTERNATION OF THE PARTY OF THE		
1					
Fees and contracts from government agencies					
2 Membership dues and assessments					
8 Interest on savings and temporary cash					
investments			14	2,242. 33,465.	
4 Dividends and interest from securities			14	33,465.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property	li li	"			
b Not debt-financed property		**.			
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other					
than inventory		· · · · · · · · · · · · · · · · · · ·	18	39,037.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
8	-				
Ъ	i l				
•					······································
d					·
e 12 Subtotal. Add columns (b), (d), and (e)	_		0.	74,744.	0
13 Total. Add line 12, columns (b), (d), and (e)					74,744
(See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Acco				nplishment of
the organization's exempt purposes (other	than by providing fu	nds for such purpose)S).		
N/A				<u></u>	· · · · · · · · · · · · · · · · · · ·
		11			
					<u>.</u>
					
					
423611 01-03-05					Form 990-PF (200

	Exempt Organ	nization <u>s</u>						
1	Did the organization directly or ind	irectly engage	in any of the following with any other organ	nization described in section 501(c) of		Yes	No	
	the Code (other than section 501(:)(3) organizati	ions) or in section 527, relating to political	organizations?				
a Transfers from the reporting organization to a noncharitable exempt organization of:								
							_ <u>X</u> _	
b	Other transactions:				**			
·		able exempt or	annization		16(1)		_x_	
	(2) Purchases of assets from a ne	neharitahla ay	romat arganization				X	
	(9) Rental of facilities equipment	or other accet	te		1b(3)		X	
	(4) Pointureament arrangement	, OF OUIGE (1550)			1b(4)	├─	_ <u>x</u> _	
	(4) Leans or least suprestion	· · · · · · · · · · · · · · · · · · ·			10(4)		$\frac{\hat{\mathbf{x}}}{\mathbf{x}}$	
	(6) Costormones of condess or m		hadrololon polisitations		1b(5)	├		
	(6) Performance of services or in	embership or i	unoraising solicitations		1 <u>b(6)</u>	├	X	
						<u> </u>	<u> </u>	
đ	· ·			uld always show the fair market value of the goods				
	•	•	_	arket value in any transaction or sharing arrangem	ent, snow	ın		
	column (d) the value of the goods			T 2				
(a) l	ine no. (b) Amount involved	(c) Name	e of noncharitable exempt organization	(d) Description of transfers, transactions, and	snaring ar	rangem	ents	
		ļ	N/A					
								
_								
		<u> </u>						
		 		 				
_	le the experiention dispath, or indi-	anth-offiliated	with a coloted to account to a comment	area funtions described				
20	· · · · · · · · · · · · · · · · · · ·	•	with, or related to, one or more tax-exempt	•	—	ГV	ON []	
			501(c)(3)) or in section 5277		L Yes	ما	7] NO	
b	If "Yes," complete the following sci		(b) Type of organization	(c) Description of relatio	nchin			
	(a) Name of Organization		\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	(c) Description of relatio	isilip	···		
			N/A					
_								
								
			<u> </u>					
i			his return, including accompanying schedules and or fiduciary) is based on all information of which p	statements, and to the best of my knowledge and belief, it	is true, corr	oct,		
-			a hadetay, is based on as maintained of which p					
	X VC	<u>/ L</u>	x 12 7 00	PRESIDENT				
<u>a</u>	Signature of officer or trustee		Date	Title				
듼	Preparer's	7	5		aror's SSN o	or PTIN		
Sign Here	signature	_//		12-5-05 self- employed >				
	Signature Rim's name (or yours SHUN 11 sett-employed). 110'	VARGER	& COMPANY LLP	EIN ►				
	it self-employed). 11075 SANTA MONICA BLVD., SUITE 150							
	address, and ZIP code LOS	ANGELE		Phone no.				
					Form 99 0	0-PF	(2004)	
							,-55 1	

MUSK FOUNDATION		17-0387	307	PAGE 1 OF 17
	ses for Tax on Investment Income		(th) How neguired	lean and an area
(a) List and	describe the kind(s) of property sold	l, e.g., real estate,	P - PUICHASE	(c) Date acquired (d) Date sold (mo., day, yr.)
2-story br	ick warehouse; or common stock, 20	O shs. MLC Co.	D - Donation	, , , , , , , , , , , , , , , , , , ,
1a 30 SHS COOPER	COS INC		P	10/21/0307/20/04
	N INTL LTD		Р	06/22/0407/08/04
	RRIE & CO INC		P	10/21/03/08/03/04
d 5 SHS RUSS BER			P	10/21/0308/20/04
			P	10/21/0308/25/04
			P	10/21/0309/02/04
1 35 SHS CHITTEN			P	10/21/0309/09/04
9 5 SHS MCGRATH		والمراجع والمراجع والمراجع والمراجع والمراجع والمراجع والمراجع والمراجع والمراجع والمراجع والمراجع والمراجع والمراجع	P	10/21/0309/13/04
n 5 SHS MCGRATH	RENT CORP			10/21/0309/15/04
5 SHS MCGRATH			<u>P</u>	10/21/0309/10/04
5 SHS MCGRATH			<u>P</u>	
k 20 SHS MCGRATH	RENT CORP		P	10/21/0309/23/04
1 5 SHS ARCTIC C	AT INC		P	10/21/0310/14/04
m 5 SHS ARCTIC C	AT INC		P	10/21/0310/15/04
	CAT INC		P	10/21/03/10/21/04
o 6 SHS SHIP FIN			P	10/21/0309/30/04
	(f) Depreciation allowed	(g) Cost or other basis	()	n) Gain or (loss)
(e) Gross sales price	(or allowable)	plus expense of sale	(e)	plus (1) minus (g)
1 710	(5. 2	1,247.		471.
a 1,718.		211.		16.
b 227.				<154·>
c 191.		345.		<76.>
d 96.		172.		
в 380.		690.	· · · · · · · · · · · · · · · · · · ·	<u><310.</u> >
1 1,260.		1,100.		160.
9 170.		140.		30.
h 170.		139.		31.
170.		140.		30.
170.		140.		30.
k 686.		558.		128.
128.		115.		13.
100		115.		14.
m 129.		924.		79.
n 1,003.		924.		120.
<u>o</u> 120.		15 - 4 400 10004/00		
Complete only for assets show	ing gain in column (h) and owned by	1	(1) Li Gaine (avcess	osses (from col. (h)) s of col. (h) gain over col. (k),
(I) E M V no of 12/21/60	(j) Adjusted basis	(k) Excess of col. (i)	but	not less than "-0-")
(i) F.M.V. as of 12/31/69	as of 12/31/69	over col. (j), if any		
a				471.
b				16.
c				<154.
d				<76.
0				<310.
<u> </u>				160.
	 			30.
у	 			31.
	 			30.
<u> </u>	 	 		30.
<u>i</u>				128.
	<u> </u>	 		13.
<u>k</u>	I .	1		13.
k 1		 		
k ! m				
k ! m n				79.
n		Datum 7		79.
n 0	capital loss) { If gain, also ent	er in Part I, line 7	2	79.
n o Capital gain net income or (net	• •	er in Part I, line 7 -0-" in Part I, line 7	2	79.
n O Capital gain net income or (net Net short-term capital gain or (let)	oss) as defined in sections 1222(5) a	\	2	79.
n 0 2 Capital gain net income or (net	oss) as defined in sections 1222(5) a 8, column (c).	\	2	79.

DOOR FOUNDATION		77-050	,,,,,	11102 0 01 17
	ses for Tax on investment income	l o a real actata	(b) How acquired P - Purchase	(c) Date acquired (d) Date sold
(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.				(mo., day, yr.) (mo., day, yr.)
OF GUE ALTERNATION OF DALIBUTY INC				10/21/0311/15/04
	Y GOLF CO		P	10/21/0301/11/04
c 5 SHS KAMAN CO			P	10/21/0311/11/04
d 5 SHS KAMAN CO			P	10/21/0311/12/04
e 10 SHS KAMAN CO			P	10/21/03/11/16/04
	ORP CL A			10/21/03/11/23/04
	NC		P	12/10/03/11/23/04
	URCES INC		<u>P</u>	10/21/0312/17/04
	OURCES INC		<u> </u>	10/21/0312/22/04
25 SHS PNM RES			P	10/21/0312/28/04 10/21/0312/28/04
k 8 SHS SHIP FIN			P P	10/21/0312/28/04
	ELECTRNCS INC		P	10/21/03/12/25/04
	ELECTRNCS INC		P	10/21/03/01/10/05
n 20 SHS METHODE			P	10/21/03/01/12/05
	(f) Depreciation allowed	(g) Cost or other basis) Gain or (loss)
(e) Gross sales price	(or allowable)	plus expense of sale	(e) I	plus (f) minus (g)
a 1,468.		1,072.		396.
b 794.		1,115.		<u><321.</u> >
c 56.		68.		<u><12.</u> >
d 56.		68.		<u><12.</u> >
e 115.		135.		<20.> <105.>
1 773.		878. 1.181.		125.
g 1,306.		1,181. 97.		29.
h 126.		292.		<u>91.</u>
i 383.		487.		142.
k 167.		407.		167.
128.		126.		2.
m 184.		189.		<u><5.</u> >
n 242.		251.		<u> </u>
0 240.		251.		< <u>11.</u> >
Complete only for assets showl	ng gain in column (h) and owned by	the foundation on 12/31/69		osses (from col. (h))
(I) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		of col. (h) gain over col. (k), not less than "-0-")
a				396.
b				<321.>
С				< <u>12.</u> >
d				<u><12.</u> >
е				<20.> <105.>
<u>f</u>				125.
9				29.
<u>h</u> .				91.
1				142.
<u></u>			· ·	167.
1				2.
m				<5.>
n				<9.>
0				<11.>
	r If pain, also ente	er in Part I, line 7		
2 Capital gain net income or (net o		er in Part I, line 7 0-1 in Part I, line 7	2	
If gain, also enter in Part I, line 8	oss) as defined in sections 1222(5) at 3, column (c).	nd (6).		
If (loss), enter *-0-" in Part I, line	8.	J	3	

Part IV Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (mo., day, yr.) (d) Date sold (a) List and describe the kind(s) of property sold, e.g., real estate, (mo., day, yr.) 2-story brick warehouse; or common stock, 200 shs. MLC Co. 10/21/03|01/13/05 SHS METHODE ELECTRNCS INC P P 10/21/0312/29/04 15 PNM RESOURCES INC P 0/21/0301/26/05 c CIL OLD NATL BANCORP IND P |02/24/03|02/18/05 d CIL WASHINGTON FEDL INC 10/21/0302 P • 15 SHS PRECISION CASTPARTS SHS PRECISION CASTPARTS P 10/21/03|02/28/05 10/21/0303/16/05 SHS PRECISION CASTPARTS P <u>tt_5</u> SHS PRECISION CASTPARTS P 10/21/0303/18/05 P 10/21/0302/25/05 SHS SHIP FIN INTL LTD P 0/21/0302/28/05 10 SHS SHIP FIN INTL LTD P |07/02/04|04/15/05 SHS CHICAGO BRDG & IRON CO SHS CHICAGO BRDG & IRON CO P 07/02/04|04/18/05 P 07/06/04|04/18/05 SHS CHICAGO BRDG & IRON CO |07/12/04|04/18/05 SHS CHICAGO BRDG & IRON CO P 07/12/0404/19/05 P SHS CHICAGO BRDG & IRON (h) Gain or (loss) (f) Depreciation allowed (g) Cost or other basis (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) <14.> 300 314 a 292 8<u>5.</u> þ 377 14. 14. C 21. 21 d 107 598 509. e 377 199 178. f 385. 199. 186. a 382 199 183. <u>h</u> 113. 113 225. <u> 225</u> 207 345. 138. 110 69 41. 220 139 81. m 110 41. 69 <u>n</u> 672 416 256. 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (i) but not less than "-0-") (I) F.M.V. as of 12/31/69 as of 12/31/69 over col. (i), if any <14.> a 85. þ 14. d 509. 178. 186. g 183. h 113. 225. 138. 41. 81. m 41. 256. 0 { If gain, also enter in Part I, line 7 If (loss), enter *-0-* in Part I, line 7 } Capital gain net income or (net capital loss) Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8

Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired (c) Date acquired (a) List and describe the kind(s) of property sold, e.g., real estate, (d) Date sold (mo., day, yr.) (mo., day, yr.) 2-story brick warehouse; or common stock, 200 shs. MLC Co. D - Donation 10/21/0404/05/05 P FIN INTL LTD 1a 6 SHS SHIP P 10/21/03|04/21/05 b 15 SHS USF CORP 10/21/0304/26/05 P c 20 SHS USF CORP P 10/21/03|03/31/05 CABOT OIL & GAS CORP d CIL -P <u>07/12/04|04/29/05</u> IRON 15 SHS CHICAGO BRDG & P 07/12/04|05/03/05 15 SHS CHICAGO BRDG & IRON CO p 07/12/0405/04/05 SHS CHICAGO BRDG & IRON CO P <u> 10/21/03|05/24/05</u> h 10 SHS NTHWEST NATURAL GAS CO P 10/21/0306/21/05 SHS LIBBEY INC 15 P 10/21/03|05/27/05 SHS NTHWEST NATURAL GAS CO 10 P <u> 10/21/03|06/08/05</u> 5 SHS NTHWEST NATURAL GAS CO SHS NTHWEST NATURAL GAS CO P |10/21/03|06/17/05 02/20/04|08/23/04 P SH FREDDIE MAC m 12/24/0308/23/04 P n 1 SH HOSPIRA INC 12/26/0308/23/04 P 0 2 SHS HOSPIRA (g) Cost or other basis (h) Gain or (loss) (1) Depreciation allowed (e) Gross sales price (e) plus (f) minus (g) (or allowable) plus expense of sale 123. 123 a 147. 521 668. b 175. 870 695 19. 19 d 208 12<u>8.</u> 336. е 43. 69. 112. 122. 208 330 g 71. 290 361 h <160.> 436 276. 290. 7<u>1.</u> 361 38. 145 183 133. 435 568 64 66. m <19.> 28 47. n 44 12. 56 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (i) but not less than "-0-") (i) F.M.V. as of 12/31/69 over col. (j), if any as of 12/31/69 123. 147. b 175. C 19. d 128. e 43. 122. Q 71 h <160.> 7<u>1.</u> 38. 133. 2. m <19.> n 12. 0 { If gain, also enter in Part I, line 7 If (loss), enter *-0-* in Part I, line 7 } 2 Capital gain net income or (net capital loss) Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8

Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired (c) Date acquired (a) List and describe the kind(s) of property sold, e.g., real estate, (d) Date sold 2-story brick warehouse; or common stock, 200 shs. MLC Co. (mo., day, yr.) (mo., day, yr.) D - Donation 02/20/04|08/23/04 SHS HOSPIRA INC 1a 02/20/<u>04|08/</u>23/04 P SHS KRAFT FOODS INC VA CL A b SHS WALGREEN CO P /20/0408 <u>d</u> 8 SHS COCA COLA p 02/20/04|09/20/04 21 SHS JOHNSON AND JOHNSON P 02/20/04|09/16 6 P 02/20/04|09/16/04 <u>SHS MERCK & CO INC</u> SHS JOHNSON AND JOHNSON P <u>|02/20/04|10/26/04</u> SHS MARSH & MCLENNAN COS P 02/20/0410/21 25 SHS ANHEUSR BUSCH COS INC P 02/20/0411/24/04 P SHS COLGATE PALMOLIVE 02/20/0411 SHS KRAFT FOODS INC VA P 02/20/0411 k 18 PROCTER GAMBLE P 02/20/04|11/24/ SHS m 23 SHS MERCK & CO INC P <u>|02/20/04|02/03</u> SHS FANNIE MAE P <u>|02/20/04|03/08/05</u> n 10 SHS AMER INTL GROUP INC P 102/24/03|04/04/05 (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) 15. 83. 68 a 594 <3<u>7.</u>> 631 b 9. 256 247 C <u> 322</u> 405 <83.> d 223 121 102. θ 086 156 <70.> 739 45. 694 g 73 146 <73.> h 253 327 <74.> 824 009 <185.> 794 30. 764 969. 919 50. 651 108 <457.> m 501 073 <572.> n 539 499 40. 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (i) (I) F.M.V. as of 12/31/69 but not less than "-0-") as of 12/31/69 over col. (j), if any 15. a <37.> b C <<u>83.</u>> ₫ 102. θ <70.> 45. q <73.> <74.> <185.> 30. 50. <457.> m <572.> n 40. 0 If gain, also enter in Part I, line 7 Capital gain net income or (net capital loss) ... { If (loss), enter *-0-* in Part I, line 7 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8

MUSK FOUNDATION Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (mo., day, yr.) (d) Date sold (a) List and describe the kind(s) of property sold, e.g., real estate, (mo., day, yr.) 2-story brick warehouse; or common stock, 200 shs. MLC Co. 02/20/0404/21/05 P SHS INTL BUSINESS MACHINES 02/20/04/06/24/05 p 18 SHS INTL BUSINESS MACHINES P 02/24/03|07/16/ SHS ALCOA INC P 02/24/03|06/29/04 d 10 SHS EXXON MOBIL CORP P 12/24/03|07/15/04 0 CIL - JP MORGAN CHASE 02/24/03|08/13/04 SHS APPLE COMPUTER 02/24/0308/16/04 SHS APPLE COMPUTER 02/24/0308/17 P 3 SHS ARCHER DANIELS MIDLD 102/24/03|08/19/04 32 SHS ARCHER DANIELS MIDLD P P 02/24/0308/23/ SHS ARCHER DANIELS MIDLD P <u>02/24/03|07/30/04</u> ILLINOIS TOOL WORKS INC SHS 06/23/0309/03/04 P GENERAL MILLS SHS 06/30/0309/07/04 P SHS GENERAL MILLS m 3 06/24/0309/22/04 P GENERAL MILLS n 2 SHS P 06/25/0309/22/04 o 2 SHS GENERAL MILLS (h) Gain or (loss) (f) Depreciation allowed (g) Cost or other basis (e) Gross sales price (e) plus (f) minus (g) (or allowable) plus expense of sale <213.> 876 663 a <417.> 336 753 b 247. 381 628 C 102 342 444 d 4. 4 195. 373 178 198. 178 376 15. 48 33 h 348 164. 512 21. 43 64 159. 293 452 284 285 143 142 m <5.> 95 90 n 95 <5.> 90. 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (k) Excess of col. (i) (j) Adjusted basis but not less than "-0-") (i) F.M.V. as of 12/31/69 as of 12/31/69 over col. (j), if any <213.> a <417.> b 247. 102. 4. 195. 198. 15. 164. 21. 159. 1<u>.</u> m <5.> n { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 2 2 Capital gain net income or (net capital loss) Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

.. 1.

Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (mo., day, yr.) (d) Date sold (a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co. (mo., day, yr.) 1<u>a</u> 06/26/03|09/22/04 SHS GENERAL MILLS P P 06/27/03|09/22/04 b 4 SHS GENERAL MILLS p 06/30/03|09/22/04 2 SHS GENERAL MILLS C 02/24/03|09/10 <u>SHS JPMORGAN CHASE & CO</u> P þ /24/0309/1 P 13 SHS POTASH CORP SASKATCHEWAN SHS TYCO INTL LTD p |03/13/03|09/10/04 03/25/03/10/1 51 AMR CORP ₽ SHS h 21 SHS AMR CORP P |03/25/03|10/13 02/24/0309/30/04 APPLE COMPUTER P 16 SHS APPLE COMPUTER INC P 02/24/03|10/01 P 02/24/03|10/21/04 SHS APPLE COMPUTER INC 102/24/03|10/22/04 14 SHS APPLE COMPUTER INC P SHS COX COMMNCTNS INC |02/19/04|10/18/04 P |02/19/04|10/19/04 SHS COX COMMNCTNS INC P 02/23/0410/19/04 0 17 SHS COX COMMNCTNS P (h) Gain or (loss) (f) Depreciation allowed (g) Cost or other basis (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) 134 142 <8.> a 179 190 b <11.> 90 95 <u><5.</u>> C 073 602 471. d 411. 779 368 8 f 039 435 604. 364 122 242. g 154. 50 104. h 145. 234 89 387. <u>624</u> 237 k 335. 104 231. 664 207 457. 197 4. 201 m 1<u>5.</u> 329 344. n 584 558 <u> 26.</u> 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (i) but not less than "-0-") (i) F.M.V. as of 12/31/69 as of 12/31/69 over col. (j), if any <8.> <u>a</u> <11 b <5.> 471. ₫ 411. θ 604. 242. g 104. ħ 145. 387. 231. 457. ١ 4. m 15. n 26. 0 If gain, also enter in Part I, line 7 2 Capital gain net income or (net capital loss) (If (loss), enter "-0-" in Part I, line 7 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8

Part IV Capital Gains and Los	Towns Investment Income	77-050	7707	TAGE OF IT
	sses for Tax on Investment Income	d a president and a second	(b) How acquired	(c) Date acquired (d) Date sold
(a) List and 2-story bri	describe the kind(s) of property sold ick warehouse; or common stock, 20	P - Purchase D - Donation	(mo., day, yr.) (mo., day, yr.)	
	MINING CORP		P	02/24/0310/25/04
	COMMUNICATINS		P	02/24/0310/04/04
c 7 SHS ABBOTT L			P	12/15/0311/08/04
d 26 SHS ABBOTT			P	12/17/0311/08/04
	OMPUTER INC		P	02/24/0311/19/04
1 9 SHS BAKER HU			P	02/24/0311/18/04
0 4 SHS KELLOGG			P	09/30/0310/27/04
h 4 SHS KELLOGG		<u> 1900-yan ila mana da kata kata kata kata kata kata kata </u>	P	10/31/0310/27/04
22 SHS KELLOGG			P	10/31/0310/28/04
7 SHS TYCO INT			P	03/13/0311/01/04
k 30 SHS WACHOVI			P	02/24/0311/22/04
1 9 SHS AMER INT			P	02/24/0312/03/04
m 18 SHS APPLE C			P	02/24/0311/26/04
	LE SEMICONDUCTOR		P	02/24/0312/03/04
	E SEMICONDUCTOR		P	02/24/0312/17/04
	(f) Depreciation allowed	(g) Cost or other basis	(1	n) Gain or (loss)
(e) Gross sales price	(or allowable)	plus expense of sale	(e)	plus (1) minus (g)
a 523.		304.		<u>219.</u>
b 529.		458.		71.
c 315.		300.		15.
<u>d 1,171.</u>		1,110.		61.
e 940.		252.		688.
1 388.		285.		103.
g 172.		131.		41.
h 172.		131. 721.		224.
<u>i 945.</u>		90.		130.
j 220. k 1,583.		1,057.		526.
K 1,583.		449.		140.
m 1,165.		267.	· · · · · · · · · · · · · · · · · · ·	898.
n 589.		20,		589.
$\frac{11}{0}$ 72.				72.
	ng gain in column (h) and owned by	the foundation on 12/31/69	(I) Lo	osses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		of col. (h) gain over col. (k), not less than "-0-")
a				219.
b				71.
C				15.
d				61.
е				688.
1				103.
9				41.
h				41.
<u>i</u>				224.
<u>j</u>				130.
<u>k</u>				526. 140.
1				898.
<u>m</u>	 		589.	
n				72.
0	<u></u>			14.
2 Capital gain net income or (net c	anital loss) / If gain, also ente	r in Part I, line 7 0-* in Part I, line 7	2	
			-	
3 Net short-term capital gain or (lo If gain, also enter in Part I, line 8.	ess) as defined in sections 1222(5) at	na (6)		
If (loss), enter *-0-* in Part I, line		J	3	
			· · · · · · · · · · · · · · · · · · ·	

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Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (a) List and describe the kind(s) of property sold, e.g., real estate, (c) Date acquired (d) Date sold (mo., day, yr.) 2-story brick warehouse; or common stock, 200 shs. MLC Co. (mo., day, yr.) 02/24/0312/03/04 SHS ILLINOIS TOOL WORKS INC P 0/08/0412/20/04 SH NEENAH PAPER INC c CIL - NEENAH PAPER INC P 0/08/04|12/06/04 FREESCALE SEMICONDUCTOR p 02/24/0312/08/04 d CIL SHS P 02/24/03|01/05/05 AMER INTL GROUP INC P 02/24/0301/07/05 SHS APPLE COMPUTER p SHS DISNEY (WALT) CO |02/24/03|01 P 02/24/0301/25 SHS DISNEY (WALT) SHS DISNEY (WALT) 02/24/03|01/26/05 P SHS NORTEL NETWORKS CORP **|06/10/04|01/03/05** 56 SHS NORTEL NETWORKS CORP P |06/10/04|01/04/05 12 SHS P NORTEL NETWORKS CORP **|06/10/04|01/05/05** NORTEL NETWORKS P 06/10/0401/06/05 m 28 SHS CORP SHS NORTEL NETWORKS CORP P |06/10/04|01/07/05 SHS NORTEL NETWORKS P 106/10/04/01/10/05 (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) 951 365. 586 a 32 35 <3.> b 1 13 13. d 349 469 120. e 595 133 462. 877 517 360. 9 173. 100 73. h 259 150 109. 36 40 <4.> 198 222 <24.> 41 <7.> 1 48 111 96 m 21 24 <u><3.</u>> n 81 95 <14.> 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (i) but not less than "-0-") (i) F.M.V. as of 12/31/69 as of 12/31/69 over col. (j), if any 365. a <3.> b C 13. đ 120. 8 462. 360. 73. h 109. <4.> <24.> <7.> ı <15.> m <3.> n <14.> 0 If gain, also enter in Part I, line 7 2 Capital gain net income or (net capital loss) { If (loss), enter *-0-* in Part I, line 7 } Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8

Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired (c) Date acquired (a) List and describe the kind(s) of property sold, e.g., real estate, (d) Date sold (mo., day, yr.) (mo., day, yr.) 2-story brick warehouse; or common stock, 200 shs. MLC Co. D - Donation P 06/14/0401/10/05 SHS NORTEL NETWORKS CORP P 06/14/04|01/11/05 107 SHS NORTEL NETWORKS CORP P 2/15/0301/03/ c 8 SHS ST. PAUL TRAVELERS COS P /16/03|01/03 20 SHS ST. PAUL TRAVELERS COS SH ST. PAUL TRAVELERS COS P /17/03/01/03 SHS ST. PAUL TRAVELERS COS 7/0301/04 SHS ST. PAUL TRAVELERS COS P /19/03|01/04 P <u>/22/03|01/04/05</u> n 12 SHS ST. PAUL TRAVELERS COS P <u> 16 SHS ST. PAUL TRAVELERS COS</u> SHS ALCOA INC P |02/24/03|02/23/05 k 16 SHS APPLE COMPUTER INC P 02/24/03|02/14/05 P |02/2<u>4</u>/03|02/23/05 SHS APPLE COMPUTER P 02/24/0302/01/05 m 13 SHS DISNEY (WALT) CO 02/24/03|03/14/05 COMPUTER P SHS n APPLE INC 21 SHS APPLE COMPUTER INC P 02/24/0303/17/05 0 (f) Depreciation allowed (h) Gain or (loss) (g) Cost or other basis (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) 67 79 <12.> <u>a</u> 372 422 <50.> þ 299. 319 <20.> C 13. 749. 736 d 37 32 e 75 11<u>.</u> 64 112 112 0. Ω 449 464 <15.> h <15.> 224. 239 187 120 <u>67.</u> 092. 329 237 704 119 585. <u> 375</u> 217 <u> 158.</u> 481 89 392. n 156 895. 739. 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (i) (i) F.M.V. as of 12/31/69 but not less than "-0-") as of 12/31/69 over col. (j), if any <12.> а <50.> b <20.> C 13. <u>d</u> 6 11 0. g <15.> h <15.> 67. 092. k <u>585.</u> 158. m 392. n 739. 0 2 Capital gain net income or (net capital loss) \dots { If gain, also enter in Part I, line 7 } If (loss), enter "-0-" in Part I, line 7 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter *-0-* in Part I, line 8

Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired (c) Date acquired (d) Date sold (a) List and describe the kind(s) of property sold, e.g., real estate, (mo., day, yr.) (mo., day, yr.) 2-story brick warehouse; or common stock, 200 shs. MLC Co. D - Donation 02/24/0303/18/05 SHS APPLE COMPUTER INC 1a p 02/24/0303/28/05 SHS TERADYNE INC b P 02/24/03|03/04/05 25 SHS TARGET CORP C P 02/24/03|02/24/05 SHS WELLS FARGO & CO P 02/24/0302/25/05 FARGO & SHS WELLS CO p 02/24/03|04/06/05 SHS INC GAP DELAWARE P 02/24/03/04/07 SHS GAP INC DELAWARE 9 42 P 02/24/0304/12/05 DELAWARE SHS GAP INC P 03/03/03|04/12 SHS GAP INC DELAWARE P 4 SHS GAP INC DELAWARE 03/04/03|04/12/05 03/04/0304/13/ INC DELAWARE P 18 SHS GAP P 03/04/03|04/19/05 GAP INC DELAWARE SHS p 02/24/0303/29/05 TERADYNE INC SHS P 02/24/03|03/30/05 n 23 SHS TERADYNE INC 102/24/03|04/22/05 SHS WACHOVIA P 0 11 CORP (h) Gain or (loss) (f) Depreciation allowed (g) Cost or other basis (e) Gross sales price (e) plus (f) minus (g) plus expense of sale (or allowable) 250. 52 302 a 23. 81 104 b 616. 318 702 C 58. 239 181 d 132. 539 407 697 332. 029 292. 915 623 g 178 84. 262 h 150. 220 370 52 35. 87 392 232 160. k 39 25. 64 58 15. 73 m 72. 266 338 n 168. 388 556. 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (i) but not less than "-0-") (i) F.M.V. as of 12/31/69 as of 12/31/69 over col. (j), if any 250. 23. þ 616. C 58. d 132. 332. 292. a 84. h 150. 35. 160. 25. 15. m 72. <u>n</u> 168. 0 .. { If gain, also enter in Part I, line 7 } .. { If (loss), enter "-0-" in Part I, line 7 } 2 Capital gain net income or (net capital loss) Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8

•• ".

Part IV Capital Gains and Lo	4. 7		3/30/	PAGE 12 OF 17
	osses for Tax on Investment Income	d on seal catala	(h) How acquired	Man Pote completed Late Pote and
(a) List and 2-story b	d describe the kind(s) of property solution warehouse; or common stock, 20	(b) How acquired P - Purchase D - Donation	(c) Date acquired (d) Date sold (mo., day, yr.)	
	ORPORATION MASS		P	02/24/0305/05/05
	ORPORATION MASS		P	02/24/0305/06/05
	ORPORATION MASS	P	02/24/0305/09/05	
	RPORATION MASS	P	02/24/0305/10/05	
e 4 SHS NIKE INC			P	02/24/0305/18/05
1 5 SHS ROHM AND			P	02/24/0305/18/05
g 2 SHS ROHM AND) HAAS		P	02/24/0305/19/05
h 9 SHS ROHM AND) HAAS		P	02/24/0305/20/05
1 26 SHS SELECTR	ON CORP		P	03/10/0405/23/05
12 SHS SELECTR			P	03/10/0405/24/05
k 18 SHS SELECTE			P	03/11/0405/24/05
	ON CORP		P	03/11/0405/25/05
m 14 SHS TYCO IN			<u>P</u>	03/13/0305/13/05
	L LTD		P	03/13/0305/16/05
o 22 SHS TARGET		r	P	02/24/0305/17/05
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(f (e)	ı) Gain or (loss) plus (1) minus (g)
a 260.		157.		103.
b 195.		118.		77.
<u>c 695.</u>		416.		279.
<u>d 39.</u>		24.		15.
e 328.		182.		146.
1 232.	<u> </u>	145.		<u>87.</u>
93.		58.	··· · ·	35.
h 419.		262.		<u> 157.</u>
i 94.	-	145.		<u><51.</u> >
<u>43.</u> k 64.		67.		<u><24.</u> >
1 56.	<u> </u>	92.		<39.> <36.>
m 406.	<u> </u>	179.		227.
n 174.		77.		97.
0 1,106.		618.	 	488.
	ing gain in column (h) and owned by		(I) Lo	sses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	Gains (excess	of col. (h) gain over col. (k), not less than "-0-")
a				103.
<u>b</u>				77.
С				279.
d		<u></u>		1 <u>5.</u>
<u>e</u>				146.
1				87.
9				35.
h				157.
1		 		<u><51.</u> >
_				<u><24.</u> >
<u>K</u>				<39.> <36.>
<u>'</u>	 			227.
<u>m</u> n				97.
0				488.
•		1		
2 Capital gain net income or (net c	capital loss) { If gain, also enter	r in Part I, line 7	2	
•	oss) as defined in sections 1222(5) an	_		
If gain, also enter in Part I, line 8	, column (c).	··· (o).		
If (loss), enter *-0-* in Part I, line		<u>. </u>	3	

• 1. 4.1.

MUSK FOUNDATION		11-058	7307	PAGE 13 OF 17
	sses for Tax on Investment Income	<u>.</u>	1/b) How combo	
(a) List and 2-story b	d describe the kind(s) of property sold, rick warehouse; or common stock, 200	, e.g., real estate, O shs. MLC Co.	P - Purchase D - Donation	(c) Date acquired (d) Date sold (mo., day, yr.)
1a 7 SHS WACHOVIA	CORP		P	02/24/0305/12/05
b 3 SHS WACHOVIA	CORP		P	02/24/0305/18/05
c 33 SHS ARCHER DANIELS MIDLD				02/24/0305/26/05
d 32 SHS ARCHER	DANIELS MIDLD	P	02/24/0305/27/05	
0 5 SHS CSX CORP			P	02/24/0305/26/05
1 11 SHS CSX COR	· 		p	02/24/0305/31/05
g 20 SHS CSX COR			P	02/24/0306/01/05
h 6 SHS CSX CORP			P	02/24/0306/02/05
1 7 SHS CIGNA CO			P	06/21/0406/10/05
48 SHS CLEAR C			P	02/24/0306/24/05
	ANNEL COMMUNTNS	······································	P	03/05/0306/24/05
	HANNEL COMMUNTNS		P	10/14/0406/24/05
	HANNEL COMMUNTNS		P	10/15/0406/24/05
	ORPORATION MASS		P	02/24/0306/01/05
	ORPORATION MASS		P	02/24/0306/02/05
	(1) Depreciation allowed	(g) Cost or other basis		n) Gain or (loss)
(e) Gross sales price	(or allowable)	plus expense of sale	(e)	plus (1) minus (g)
a 365.		247.		118.
b 157.		106.		51.
c 662.	 	358.		304.
d 641.		348.		<u>293.</u>
e 209.		131.		78.
1 460.			 	<u>171.</u>
g 838.	 	526.		312.
h 252.		158.		94.
$\frac{1}{1}$ $\frac{722}{1497}$.		471.		<u>251.</u>
$\frac{1}{k}$ $\frac{1,497}{187}$.		1,661.		<u><164.</u> >
i 374.		205. 372.	<u> </u>	<u><18.</u> >
500		589.		<u>2.</u> 3.
260		204.		165.
500		322.		265.
	ng gain in column (h) and owned by th		<i>(</i>) Lo	
(i) F.M.V. as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	Gains (excess	sses (from col. (h)) of col. (h) gain over col. (k), not less than "-0-")
8				118.
<u>b</u>				51.
C				304.
<u>d</u>				293.
8				78.
1				171.
g				312.
h				94.
1				251.
<u> </u>			 .	<u> <164.</u> >
<u>k</u>				<u><18.</u> >
<u> </u>				2.
m				3.
n				165.
0	L			265.
2 Capital gain net income or (net ca	apital loss) { If gain, also enter i	in Part I, line 7 in Part I, line 7	2	
3 Net short-term capital gain or (lo if gain, also enter in Part I, line 8, if (loss), enter "-0-" in Part I, line) (6) }	3	
				

Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (c) Date acquired (a) List and describe the kind(s) of property sold, e.g., real estate, (d) Date sold (mo., day, yr.) 2-story brick warehouse; or common stock, 200 shs. MLC Co. (mo., day, yr.) 02/24/0306/13/05 8 SHS E M C CORPORATION MASS P 1a P 02/24/0306/14/05 8 SHS E M C CORPORATION MASS h SHS EXXON MOBIL CORP P 02/24/03|06/01 03/11/0405/26/05 34 SHS SOLECTRON CORP P SHS SOLECTRON CORP P 03/19/04|05/26/05 0 3<u>5</u> P 03/19/0405/27/05 SHS SOLECTRON CORP 37 p 03/19/04|05/31/05 SHS SOLECTRON CORP SOLECTRON 25 p 06/14/0405/31/05 SHS CORP SHS SOLECTRON CORP P 06/15/0405/31 06/16/0405/31 SHS P SOLECTRON CORP P |06/17/04|05/31 SHS SOLECTRON CORP /05 20 P |07/12/04|05/31/05 SHS SOLECTRON CORP /05 m 15 SHS SOLECTRON CORP P 09/15/0405/31 n 50 SHS SOLECTRON CORP P 09/15/0406/01/05 SOLECTRON CORP 09/16/0406/01/05 SHS P (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) Gross sales price (e) plus (f) minus (g) (or allowable) plus expense of sale 55. 118 63. a 118 63 55. b 686 410. 276. ¢ 118 195. <77.> d 14 23. <9.> θ 123 201 <78.> 135 <77.> 212 g 91 127 <36.> h 44 61 <17.> 88 122 <34.> 15 20. <5.> 73 115. <42.> 55 77 <22.> m 189 258. <69.> n 34 46. <12.> 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (i) Adjusted basis (k) Excess of col. (i) (i) F.M.V. as of 12/31/69 but not less than "-0-") as of 12/31/69 over col. (j), if any 5<u>5.</u> a 55. b 276. C <77.> d <9.> 8 <78.> <77.> g <36.> h <17.> <34.> <5.> <42.> ١ <22.> m <69.> n 0 <12.> If gain, also enter in Part I, line 7 Capital gain net income or (net capital loss) If (loss), enter "-0-" in Part I, line 7 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8

Part IV Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (mo., day, yr.) (a) List and describe the kind(s) of property sold, e.g., real estate, (d) Date sold 2-story brick warehouse; or common stock, 200 shs. MLC Co. (mo., day, yr.) 09/16/04|06/02/05 SOLECTRON CORP SHS P 02/24/03|06/15/05 SH XEROX CORP P 33 SHS XEROX CORP /24/03|06/16/05 C d 62 SHS XEROX CORP P 02/24/0406/27/05 275 SHS MYLAN LABORATORS P 06/04/04|08/23/ INC <u>/24/03|07/28/04</u> SUNGARD DATA SYS INC 02/21/03/08/31 P SHS AVON PROD INC P 03/12/0308/31 50 SHS BJ SERVICES CO 100 SHS BURLINGTON RESOURCES INC P 02/21/0308/31 P <u>|02/21/03|09/16</u> SHS COCA COLA P k 50 SHS COCA COLA 08/31/04|09/16/04 100 SHS DANAHER CORP P |03/31/03|08/31/04 m 10 SHS HOSPIRA P 05/20/03|08/31 <u>INC</u> n 10 SHS HOSPIRA INC P 07/22/0308/31/04 0 50 SHS MEDTRONIC 11/24/03<u>08/31/04</u> (1) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) Gross sales price (or allowable) (e) plus (f) minus (g) plus expense of sale 273 <93.> 366 а 14. 9 b 479 284 195. C 869 335. 534 d 716 524.> 240 8 990 475 <515.> 873. 198. 325 380 592 788. h 599 299 300. 996 044 <48.> 998 205 <207.> 100 256 844. 275 257 18. m 275 257 18. n <u> 252.</u> 468 216 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (i) (i) F.M.V. as of 12/31/69 but not less than "-0-") as of 12/31/69 over cot. (j), if any <93. а þ 195. 335. d 524.> 8 <515.> 873. 78<u>8.</u> h 300. <48.> <207.> 844. 18. m 18. n 252. If gain, also enter in Part I, line 7 Capital gain net income or (net capital loss) . . If (loss), enter "-0-" in Part I, line 7 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter *-0-* in Part I, line 8

..: CONTINUATION FOR 990-PF, PART IV 77-0587507 PAGE MUSK FOUNDATION 16 OF 17 Part IV Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase (c) Date acquired (a) List and describe the kind(s) of property sold, e.g., real estate, (d) Date sold 2-story brick warehouse; or common stock, 200 shs. MLC Co. (mo., day, yr.) (mo., day, yr.) D - Donation 02/21/03|10/04/04 50 SHS CITIGROUP INC 100 SHS APPLIED MATERIAL P 02/21/0312/02/04 INC /20/0312/02/04 100 P SHS APPLIED MATERIAL 150 SHS AVON PROD INC p 02/21/0302/21/04 .2/02/04/12/21/04 50 SHS AVON PROD INC P 8 25 SHS P /21/0312/02/04 BURLINGTON RESOURCES COSTCO WHOLESALE CRP P 02/21/0312/02/04 50 SHS 25 SHS P **|02/21/03|12/02/04** FPL GROUP INC 100 SHS HONEYWELL INTL INC P 02/21/0312/21/04 p 05/20/0312/21 SHS HONEYWELL INTL INC 25 P 02/21/0312/02/04 SHS INTL BUSINESS MACHINES 50 P 11/24/0312/02/04 SHS MEDTRONIC INC m 100 SHS MEDTRONIC INC p 05/14/0412/02/04 05/20/0312/02/04 P n 100 SHS TORCHMARK CORP SHS BURLINGTON RESOURCES INC P |02/21/03|02/16/05 (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) Gross sales price (e) plus (f) minus (g) (or allowable) plus expense of safe 236 ,670 566. а ,275 507. 782 b 400. 782 382 C 748 974 774. đ 916 965 <49.> 053 575 478. 484 497 987. g 742 445 297. h 546 407 139. 773 188 585. 411 996 <u>415.</u> 474 2,216 258. 949 5,015 <66.> m 768 592 824. n 808. 532 724 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (i) but not less than "-0-") (i) F.M.V. as of 12/31/69 as of 12/31/69 over col. (j), if any 566. а 507. b 400. C 774. đ <49.> e 478. 987. Q 297. h 139. 58<u>5</u>. 415. 258. <u><66.</u>> m 824. n

Capital gain net income or (net capital loss)

{ If gain, also enter in Part I, line 7 | If (loss), enter "-0-" in Part I, line 7 }

423591 05-01-04

0

1,808.

³ Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c).
If (loss), enter *-0-* in Part I, line 8

Part IV Capital Gains and Los	ses for Tax on Investment Income		· <u>· · · · · · · · · · · · · · · · · · </u>	11102 17 01 17
(a) List and	describe the kind(s) of property soli ick warehouse; or common stock, 20	d, e.g., real estate, 00 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (d) Date sold (mo., day, yr.)
	D EXPL CO		P	12/02/0402/16/05
	NTL GROUP INC		P	02/21/0304/11/05
c 100 SHS MORGAN			P	02/21/0304/13/05
d 50 SHS MORGAN STANLEY			P	12/02/04/04/13/05
e 150 SHS VIACOM INC CL B			P	03/12/0303/30/05
1 100 SHS ALCOA			P	05/14/0404/29/05
g 50 SHS ALCOA II	NC		P	08/31/0404/29/05
h 150 SHS COMCAS	r crp		P	02/21/0305/24/05
100 SHS DANAHE	R CORP		P	05/14/0404/29/05
	DATA CORPORATION		P	02/21/0304/29/05
	ATA CORPORATION		P	11/24/03/04/29/05
1 150 SHS MICROSO	OFT CORP		Р	03/12/0304/29/05
<u>m</u>				
<u>n</u>				
0				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) (e)	n) Gain or (loss) plus (f) minus (g)
a 3,499.		2,895.		604.
b 5,218.		5,067.	··	<u>151.</u>
<u>c</u> 5,329.		3,696.		1,633.
d 2,664.		2,620.		44.
e 5,214.		5,037.		<u> 177.</u>
1 2,893.		2,976.		<u><83.</u> >
g 1,446.		1,602.		<u> </u>
h 4,737.		3,855.		882.
5,045.		4,506.		539.
5,692.		5,332.		360.
k 1,897.		1,823.		74.
1 3,765.		3,405.	··-	<u>360.</u>
n n				
0				
Complete only for assets showin	g gain in column (h) and owned by	the foundation on 12/31/69	(I) Lo	sses (from col. (h))
(I) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		of col. (h) gain over col. (k), not less than "-0-")
a				604.
b			***	151.
<u>c</u>				1,633.
d				44.
е				<u> 177.</u>
1				
9				<u> </u>
<u>h</u>				882.
				<u>539.</u>
<u>i </u>				360.
<u>k</u>				74.
<u> </u>			····	360.
<u>m</u>				
n		<u> </u>		
0				
2 Capital gain net income or (net ca	pital loss) { If gain, also enter -C	r in Part I, line 7)-" in Part I, line 7	2	39,037.
3 Net short-term capital gain or (los	s) as defined in sections 1222(5) an	nd (6).		
If gain, also enter in Part I, line 8, If (loss), enter *-0-* in Part I, line 8			3	N/A

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FORM 990-PF INTEREST ON SAVI	NGS AND TE	MPORARY CA	SH IN	VESTMENTS	STATEMENT	1
SOURCE					TUUOMA	
MERRILL LYNCH				•	2,2	42.
TOTAL TO FORM 990-PF, PART I,	LINE 3, C	OLUMN A		;	2,2	42.
FORM 990-PF DIVIDEND	S AND INTE	REST FROM	SECUF	RITIES	STATEMENT	2
SOURCE	GROS	s amount	-	TAL GAINS	COLUMN (A AMOUNT)
MERRILL LYNCH	-	33,465.		0.	33,4	65.
TOTAL TO FM 990-PF, PART I, L	N 4	33,465.		0.	33,4	65.
FORM 990-PF	ACCOUNT	ING FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS			(C) ADJUSTEI NET INCOM		
ACCOUNTING	9,185	. 4,	593.		4,5	92.
TO FORM 990-PF, PG 1, LN 16B	9,185	. 4,	593.		4,5	92.
FORM 990-PF O	THER PROFE	SSIONAL FE	EES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVE MENT INC		(C) ADJUSTEI NET INCOM		
ADVISORY FEES	10,126	10,	126.	· · · · · · · · · · · · · · · · · · ·		0.
TO FORM 990-PF, PG 1, LN 16C	10,126	10,	126.			0.

FORM 990-PF	TAX	ES		STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOM	
FOREIGN TAX FORM 990-PF FORM 199 FORM RRF-1 SECRETARY OF STATE	70. 3,000. 10. 25. 20.	70. 0. 0. 0.		0. 0. 10. 25. 20.
TO FORM 990-PF, PG 1, LN 18	3,125.	70.	15.00	55.
FORM 990-PF	OTHER E	XPENSES		STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOM	
BANK FEES	150.	75.		75.
TO FORM 990-PF, PG 1, LN 23	150.	75.		75.
FORM 990-PF	CORPORAT	E STOCK		STATEMENT 7
DESCRIPTION		во	OK VALUE	FAIR MARKET VALUE
30,000 SHS EBAY INC			525,225.	990,300.
6,300 SHS VANGUARD TOTAL STK VIPERS			499,840.	738,171.
2,700 SHS VANGUARD TOTAL STK VIPERS 55 SHS ACUITY BRANDS INC 40 SHS ALBANY INTL CRP 45 SHS ARCH COAL INC 45 SHS AMCORE FINANCIAL INC 65 SHS ARVINMERITOR INC 30 SHS AMERUS GROUP CO 45 SHS ARROW INC 45 SHS ARKANSAS BEST CORP 45 SHS ATMOS ENERGY CORP 30 SHS BANTA CORP 40 SHS BARNES GROUP INC 35 SHS BROWN SHOE CO INC	MAT INDEX F	OMD	269,568. 1,169. 1,252. 1,264. 1,191. 1,116. 1,084. 1,214. 1,308. 1,114. 1,143. 1,134. 1,200.	316,359. 1,412. 1,284. 2,451. 1,344. 1,156. 1,441. 1,435. 1,431. 1,296. 1,360. 1,324. 1,370.

FOUNDATION	77-0587507
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MUSK FOUNDATION		77-0587507
60 SHS BERRY PETE SF CALIF	1,105.	3,172.
40 SHS BOB EVANS FARMS INC	1,138.	933.
50 SHS BANCORPSOUTH INC	1,154.	1,180.
55 SHS BURLINGTON COAT F WREHSE	1,181.	2,345.
40 SHS CBL & ASSOC PPTYS INC	1,066.	1,722.
67 SHS CABOT OIL & GAS CORP	1,210.	2,324.
70 SHS CORN PRODS INTL INC	1,186.	1,663.
70 SHS CLECO CORP	1,138.	1,509.
75 SHS CASEYS GEN STORES INC	1,148.	1,486.
82 SHS CATO CORP	1,138.	1,693.
45 SHS COMMERCIAL FEDERAL CORP	1,128.	1,515.
90 SHS COMMERCIAL METALS CO	1,095.	2,143.
45 SHS CRANE CO	1,147.	1,183.
30 SHS CURTISS WRIGHT	1,110.	1,618.
37 SHS DELPHI FINANCIAL GRP	1,242.	1,633.
75 SHS EQUITY ONE REIT	1,269.	1,702.
60 SHS ENERGEN CRP	1,121.	2,103.
80 SHS ENNIS BUS FORMS INC	1,165.	1,449.
35 SHS FIRST INDL REALTY TR INC	1,160.	1,396.
45 SHS FRESH DEL MONTE PROD INC	1,148.	1,211.
60 SHS FRONTLINE LTD	1,056.	2,414.
35 SHS HEALTHCARE REALTY TR REIT	1,188.	1,351.
125 SHS HRPT PPTYS	1,153.	1,553.
30 SHS HARSCO CORPORATION	1,188.	1,636.
180 SHS IAMGOLD CORP	1,295.	1,227.
75 SHS INTRAWEST CORP	1,359.	1,806.
25 SHS INVACARE CORP	1,095.	1,109.
30 SHS KELLWOOD CO	1,115.	807.
25 SHS LANDAMERICA FNCL GROUP	1,216.	1,484.
45 SHS LINCOLN ELEC HLDGS INC	1,115.	1,491.
70 SHS LENNOX INTL INC	1,325.	1,481.
30 SHS LANCASTER COLONY CP	1,120.	1,288.
30 SHS LANDAUER INC	1,108.	1,557.
35 SHS LUBRIZOL CORP	1,077.	1,470.
70 SHS MASSEY ENERGY CO	1,070.	2,640.
115 SHS METHANEX CORP	1,159.	1,894.
50 SHS NEW PLAN EXCEL REALTY TR REIT	1,162.	1,358.
50 SHS NAT FUEL GAS CO	1,150.	1,445.
65 SHS NATIONWIDE HLTH PPTYS REIT	1,345.	1,534.
50 SHS OWENS & MINOR INC	1,100.	1,617.
54 SHS OLD NATL BANCORP IND	1,139.	1,155.
50 SHS PENN VIRGINIA CORP	1,138.	2,233.
30 SHS PEOPLES ENERGY CORP	1,221.	1,303.
70 SHS ROCK TENN CO	1,115.	885.
105 SHS RANGE RESOURCES CORP	1,233.	2,824.
50 SHS REGAL BELOIT CORP	1,085.	1,458.
85 SHS RPM INTERNATIONAL INC	1,277.	1,552. 1,787.
70 SHS RUDDICK CORP	1,157.	1,787.
70 SHS RUSSELL CORPORATION	1,143.	1,431.
60 SHS SENSIENT TECHNOLOGY CORP	1,189. 1,092.	1,236.
30 SHS SHURGARD S CTRS WASH REIT		2,608.
90 SHS ST MARY LD & EXPL CO	1,199.	
60 SHS SCOTTISH RE GROUP LTD	1,270. 1,157	1,454. 878.
105 SHS STURM RUGER & CO	1,157.	0/0.

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MUSK FOUNDATION		77-0587507
MOSK FOODDRITON		
45 SHS SUSQUEHANNA BANCSHRS INC	1,201.	1,106.
40 SHS TIDEWATER INC	1,092.	1,524.
25 SHS TELEFLEX INC	929.	1,484.
50 SHS TEEKAY SHIPPING CORP	1,082.	2,195.
70 SHS UGI CORP	1,086.	1,953.
25 SHS UNIVERSAL CORP	1,090.	1,094.
40 SHS UNIVERSAL FOREST PRODS	1,191.	1,658.
50 SHS VALMONT INDUSTRIES	1,099.	1,290.
50 SHS VECTREN CORP	1,198.	1,436.
40 SHS WD 40 COMPANY	1,308.	1,117.
53 SHS WASHINGTON FEDL INC	986.	1,246.
80 SHS WASHINGTON 1222 INC	1,153.	1,872.
35 SHS WEIS MARKETS INC	1,233.	1,357.
50 SHS WEIS MARKEIS INC	1,233.	1,745.
30 SHS YORK INTL CORP	1,144.	1,140.
	1,352.	1,963.
	1,131.	1,345.
40 SHS WGL HOLDINGS INC	2,557.	2,940.
60 SHS ABBOTT LABS		2,608.
49 SHS AMER EXPRESS COMPANY	2,602.	4,179.
67 SHS BP PLC	3,232.	2,189.
48 SHS BANK OF AMERICA CORP	1,949.	
106 SHS CITIGROUP INC	3,855.	4,900.
155 SHS EXXON MOBIL CORP	6,109.	8,907.
199 SHS GENERAL ELECTRIC	6,143.	6,895.
174 SHS INTEL CORP	4,097.	4,527.
31 SHS LAUDER ESTEE COS INC	1,268.	1,213.
45 SHS ELI LILLY CO	3,250.	2,506.
32 SHS MORGAN STANLEY	1,965.	1,679.
48 SHS MCDONALDS CORP	1,295.	1,332.
68 SHS MC GRAW HILL COMPANIES	2,579.	3,009.
172 SHS MICROSOFT CORP	4,413.	4,272.
38 SHS NESTLE S A REP RG SH ADR	2,587.	2,425.
63 SHS PEPSICO INC	2,866.	3,397.
174 SHS PFIZER INC	6,011.	4,798.
27 SHS ROYAL DUTCH PETE	1,303.	1,752.
47 SHS TARGET CORP	1,736.	2,557.
37 SHS TIME WARNER INC	645.	618.
18 SHS UNITED PARCEL SVC CL B	1,261.	1,244.
130 SHS COMCAST CRP	3,443.	3,893.
106 SHS CITIGROUP INC	3,440.	4,900.
88 SHS DEERE CO	3,652.	5,763.
58 SHS EATON CORP	2,083.	3,474.
251 SHS EXXON MOBIL CORP	9,151.	14,424.
124 SHS MELLON FINANCIAL CORP	2,668.	3,557.
45 SHS MONSANTO CO	759.	2,829.
67 SHS NEWELL RUBBERMAID INC	1,777.	1,597.
41 SHS PROGRESS ENERGY INC	1,793.	1,854.
76 SHS PEPSICO INC	3,191.	4,098.
86 SHS PRAXAIR INC	2,242.	4,007.
92 SHS SBC COMMUNICTNS INC	1,912.	2,185.
	3,732.	4,021.
211 SHS SCHERING PLOUGH CORP	3,732.	2,497.
71 SHS TRIBUNE CO	2,069.	2,332.
36 SHS UNION PACIFIC CORP	3,885.	3,266.
102 SHS VIACOM INC CL B	3,003.	3,200.

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MUSK FOUNDATION		77-0587507
200 SHS ABBOTT LABS	7,759.	9,802.
150 SHS AFFILIATED COMP SVCS	7,241.	
200 SHS ACE LTD	5,668.	
150 SHS DELL INC	4,042.	5,919.
100 SHS EXXON MOBIL CORP	3,407.	
100 SHS FREEPRT-MCMRAN CPR&GLD B	2,885.	3,744.
250 SHS GENERAL ELECTRIC	5,970.	8,662.
100 SHS INCO LTD	2,900.	
100 SHS JOHNSON AND JOHNSON COM	5,219.	6,500.
100 SHS LOWE'S COMPANIES INC	3,601.	5,822.
100 SHS METTLER-TOLEDO INTL INC	3,534.	
100 SHS OMNICOM GROUP	5 672	7,986.
200 SHS PFIZER INC	5,788.	5,516.
100 SHS WELLS FARGO & CO	4 665	6,158.
150 SHS WACHOVIA CORP	6 683	7,440.
125 SHS AGNICO EAGLE MINES LTD	1,477.	1,575.
	1,541.	
60 SHS CHIQUITA BRANDS INTL INC	1,755.	
85 SHS CUBIC CORP	1,533.	
80 SHS DUQUESNE LIGHT HLDGS INC		
115 SHS GOLDCORP INC	1,304.	
35 SHS GENERAL MARITIME CORP	1,628.	
45 SHS HUDSON UNITED BANCORP	1,504.	-
60 SHS HOLLY CORP	1,559.	
50 SHS IPSCO INC	1,807.	
35 SHS KENNAMETAL INC	1,578.	1,604.
25 SHS LIBBEY INC	726.	395.
45 SHS MUELLER INDUSTRIES INC	1,390.	
90 SHS PERRIGO CO	1,539.	1,254.
30 SHS POTLATCH CORP	1,417.	1,569.
25 SHS PROVIDENT BNCSHS CRP MD	783.	797.
35 SHS SANDERSON FARMS INC	1,478.	1,590.
60 SHS SOWEST GAS CORP	1,469.	1,530.
70 SHS W & T OFFSHORE INC	1,469.	
101 SHS ALTRIA GROUP INC	5,640.	6,530.
25 SHS AMER INTL GROUP INC	1,598.	1,452.
25 SHS ANHEUSR BUSCH COS INC	1,326.	1,143.
68 SHS CHEVRON CORP	2,473.	3,802.
60 SHS CONOCOPHILLIPS	2,409.	3,449.
94 SHS COCA COLA	4,763.	3,924.
28 SHS COLGATE PALMOLIVE	1,568.	1,397.
30 SHS EMERSON ELEC CO	1,911.	1,878.
19 SHS FREDDIE MAC	1,217.	1,239.
23 SHS FANNIE MAE (USA) COM	1,833.	1,343.
23 SHS HSBC HLDG PLC	1,864.	1,831.
47 SHS HOME DEPOT INC	1,811.	1,828.
50 SHS JPMORGAN CHASE & CO	1,990.	1,766.
63 SHS JOHNSON AND JOHNSON	3,362.	4,095.
36 SHS KRAFT FOODS INC	1,195.	1,145.
50 SHS MARSH & MCLENNAN COS INC	2,426.	1,385.
46 SHS MERCK & CO INC	2,216.	1,416.
104 SHS NEWS CORP	1,735.	1,682.
17 SHS OCCIDENTAL PETE CORP	982.	1,307.
14 SHS PRAXAIR INC	672.	652.
70 SHS PROCTER GAMBLE	3,575.	3,692.

MUSK FOUNDATION		77-0587507
26 SHS SYSCO CORPORATION	917.	940.
17 SHS TOTAL S.A. SP ADR	1,983.	1,986.
21 SHS UNITEDHEALTH GROUP INC	1,038.	1,094.
27 SHS VIACOM INC CL B	971.	864.
74 SHS WAL-MART STORES INC	4,305.	3,566.
67 SHS WALGREEN CO	2,362.	3,081.
73 SHS ALCOA INC	1,497.	1,907.
52 SHS AMER INTL GROUP INC	2,592.	3,021.
78 SHS BAKER HUGHES INC	2,384.	3,990.
33 SHS BARRICK GOLD CORPORATION	745.	825.
101 SHS BANK OF N Y CO INC	2,641.	2,906.
78 SHS BANK OF AMERICA CORP	1,769.	3,557.
103 SHS BAXTER INTERNTL INC	3,161.	3,821.
46 SHS CARDINAL HEALTH INC	2,790.	2,648.
102 SHS CVS CORP	2,219.	2,965.
17 SHS CIGNA CORP	1,143.	1,819.
40 SHS CLOROX CO	2,231.	2,228.
156 SHS DISNEY (WALT) CO	2,603.	3,928.
86 SHS DU PONT E I DE NEMOURS	3,352.	3,698.
208 SHS E M C CORPORATION MASS	1,879.	2,851.
45 SHS EMERSON ELEC CO	2,331.	2,818.
70 SHS GLAXOSMITHKLINE PLC ADR	3,435.	3,395.
16 SHS GENL DYNAMICS CORP	1,738.	1,752.
158 SHS GENERAL ELECTRIC	5,040.	5,474.
111 SHS GILLETTE CO	4,849.	5,619.
30 SHS HARTFORD FINL SVCS GROUP	2,219.	2,243.
47 SHS HONEYWELL INTL INC	1,712.	1,721.
61 SHS HEINZ H J CO PV	2,351.	2,160.
115 SHS HEWLETT PACKARD CO	2,272.	2,703.
24 SHS ILLINOIS TOOL WORKS INC	1,406.	1,912.
131 SHS INTL PAPER CO	4,722.	3,957.
147 SHS JPMORGAN CHASE & CO	4,141.	5,192.
154 SHS KRAFT FOODS INC VA CL A	4,632.	4,898.
34 SHS KIMBERLY CLARK	2,141.	2,128.
182 SHS KROGER CO	3,212.	3,463. 1,843.
69 SHS MEDIMMUNE INC 78 SHS MERCK & CO INC	1,622. 3,778.	2,402.
114 SHS MICROSOFT CORP	3,778.	2,831.
333 SHS MOTOROLA INC	3,141.	6,080.
97 SHS NOVARTIS ADR	4,116.	4,601.
93 SHS NEWMONT MINING CORP	3,221.	3,629.
24 SHS NIKE INC CL B	1,089.	2,078.
57 SHS PARKER HANNIFIN CORP	3,263.	3,534.
165 SHS PFIZER INC	4,555.	4,550.
35 SHS POTASH CORP	991.	3,345.
950 SHS ROHM AND HAAS	950.	1,529.
59 SHS SCHLUMBERGER LTD	2,872.	4,480.
77 SHS TYCO INTL LTD	995.	2,248.
31 SHS UNITED PARCEL SVC CL B	2,322.	2,143.
120 SHS VERIZON COMMUNICATINS	4,222.	4,146.
164 SHS XEROX CORP	1,412.	2,261.
88 SHS WASTE MANAGEMENT INC	1,901.	2,493.
39 SHS WELLS FARGO & CO	1,764.	2,401.
21 SHS WACHOVIA CORP	740.	1,041.

MUSK FOUNDATION				77-0	0587507	
135 SHS WYETH 200 SHS ADOBE SYS 125 SHS AFLAC INC 150 SHS AMGEN INC 50 SHS APACHE CORP 100 SHS BJ SERVICES CO 150 SHS BURLINGTON N SNTA 150 SHS CITIGROUP INC 150 SHS COSTCO WHOLESALE CRE 100 SHS EATON CORP 100 SHS EXELON CORPORATION 75 SHS EMERSON ELEC CO 150 SHS FPL GROUP INC 75 SHS INTL BUSINESS MACHINE 150 SHS KELLOGG CO 50 SHS ELI LILLY & CO 300 SHS NEWS CORP 100 SHS NORDTROM INC 150 SHS NOVELLUS SYS INC 155 SHS PEPSICO INC 100 SHS PROCTER GAMBLE 200 SHS QUALCOMM INC 150 SHS STRYKER CORP 150 SHS TYCO INTL LTD			5,148. 5,914. 6,915. 1,925. 1,925. 1,925. 1,9215. 1,470. 1,470. 1,470. 1,470. 1,532. 1,460. 2,757. 1,460. 2,757. 1,081		6,007. 5,722. 5,410. 9,069. 3,230. 5,248. 7,062. 6,709. 5,990. 5,133. 4,697. 6,309. 5,565. 6,785. 6,797. 3,706. 8,359. 5,275. 6,666. 2,785. 5,275. 6,309. 5,359. 5,359. 5,359. 5,359. 5,359. 5,359. 5,379. 6,379.	
100 SHS TRANSOCEAN INC TOTAL TO FORM 990-PF, PART	II, LINE 101		0,249.	2,7	84,728.	-
TOTAL TO FORM 990-PF, PART	RANTS AND CO	ONTRIBUTIONS		2,7	84,728.	=
TOTAL TO FORM 990-PF, PART		ONTRIBUTIONS		STATEM	84,728.	=
TOTAL TO FORM 990-PF, PART : FORM 990-PF GI	RANTS AND CO PAID DURING RECIPIENT	ONTRIBUTIONS G THE YEAR	0,249.	STATEM	84,728. ENT 8	= = = = = = = = = = = = = = = = = = = =
TOTAL TO FORM 990-PF, PART : FORM 990-PF GI RECIPIENT NAME AND ADDRESS	RANTS AND CO PAID DURING RECIPIENT STATUS	ONTRIBUTIONS G THE YEAR PURPOSE OF GRANT GENERAL	RECIP RELATI	STATEM	84,728. ENT 8	
TOTAL TO FORM 990-PF, PART : FORM 990-PF GI RECIPIENT NAME AND ADDRESS 20 20 VISION FOUNDATION SKIRBALL CULTURAL CENTER, 2701 NORTH SEPULVEDA BLVD,	RANTS AND CO PAID DURING RECIPIENT STATUS PUBLIC	ONTRIBUTIONS G THE YEAR PURPOSE OF GRANT GENERAL CONTRIBUTION ARTS - GENERAL	RECIP RELATI	STATEM	84,728. ENT 8 AMOUNT	

MUSK FOUNDATION				77-0587507
UNICEF USA, 333 EAST 38TH STREET, NEW YORK, NY 10016		GENERAL CONTRIBUTION	NONE	10,000.
CREATIVE HEALING PROJECT , 3721 LINCOLN WAY, SAN FRANCISCO, CA 94122		USE OF ART TO DEVELOP POTENTIAL HEALING &	NONE	1,000.
LINDBERGH FOUNDATION , 2150 THIRD AVENUE NORTH, SUITE 310, ANOKA, MN 55303-2	PUBLIC	GENERAL CONTRIBUTION	NONE	500.
NATIONAL SPACE SOCIETY , 1620 I STREET, N.W., WASHINGTON, DC 20006		PROMOTE HUMAN SETTLEMENT IN SPACE	NONE	5,000.
THE FEDERATION OF GALAXY EXPLORATION , 11707 LOVEJOY ST, SILVER SPRING, MD		EDUCATE & INSPIRE YOUTH IN SPACE RELATED SCIENCE &		1,000.
UNIVERSITY OF PENNSYLVANIA , 433 FRANKLIN BUILDING, PHILADELPHIA, PA 19104-6		ADVANCE POSITION AS A LEADING ACAD, RESRCH & SVC INS	NONE	25,000.
DOCTORS WITHOUT BORDERS, 333 SEVENTH AVENUE, 2ND FLOOR, NEW YORK, NY 10001		MEDICAL EMERGENCIES AND COMMUNITY SERVICE	NONE	10,000.
OXFAM AMERICA, 28 WEST STREET, BOSTON, MA 02111	PUBLIC	RELIEF AND REHAB IN AREAS DEVASTATD BY EARTHQ/TSUNAMI	NONE	10,000.
AMERICAN RED CROSS, 2025 E STREET, NW, WASHINGTON, DC 20006	PUBLIC	RELIEF AND REHAB IN AREAS DEVASTATD BY EARTHQ/TSUNAMI	NONE	10,000.
THE PLANETARY SOCIETY, 65 NORTH CATALINA AVENUE, PASADENA, CA 91106	PUBLIC	SCIENCE EDUCATION AND COMMUNITY OUTREACH PROGRAMS	NONE	10,000.
AMEICARES, 88 HAMILTON AVENUE, STAMFORD, CT 06902	PUBLIC	RELIEF AND REHAB IN AREAS DEVASTATD BY EARTHQ/TSUNAMI	NONE	10,000.
CHILDRENS HOSPITAL LOS ANGELES, 4650 SUNSET BLVD, LOS ANGELES, CA 90027	PUBLIC	MEDICAL EDUCATION, RESEARCH AND COMMUNITY SERVICE	NONE	1,100.
PROJECT EXPLORATION, 950 EAST 61ST STREET, CHICAGO, IL 60637	PUBLIC	EDUCATE & INSPIRE YOUTH IN SPACE RELATED SCIENCE &	NONE	5,000.
AMACOM BOOKS/CHEERING FOR CHILDREN		GENERAL CONTRIBUTION	NONE	1,000.

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TOTAL TO FORM 990-PF, PART XV, LINE 3A

115,600.